

Law Offices of
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March 4, 1998

VIA FEDERAL EXPRESS

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

RE: Brian L. Tannebaum, P.A.

Dear Sir or Madam:

Enclosed for filing is the original and one copy of the Articles of Incorporation of Brian L. Tannebaum, P.A. .

Also, enclosed is a check in the amount of \$122.50, which covers the fee for filing and a certified copy. Please return the certified copy of the Articles as soon as possible via regular mail.

Your early attention to this matter will be appreciated.

Very truly yours,


Nicole J. Huesmann

Enclosures

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION
OF
BRIAN L. TANNEBAUM, P.A.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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ARTICLE I

NAME AND ADDRESS

The name of the Corporation shall be:

BRIAN L. TANNEBAUM, P.A.

The Corporation's address is:

200 South Biscayne Boulevard
Suite 3420
Miami, Florida 33131

ARTICLE II

DURATION

The corporation shall commence its existence on March 5, 1998, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III

PURPOSE

It is the purpose of this corporation to engage in the practice of law as permitted under the laws of the United States and of the State of Florida.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of \$1.00 par value common stock.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent and the street address of the initial registered office of the Corporation is Brian L. Tannebaum, 200 South Biscayne Boulevard, Suite 3420, Miami, Florida 33131.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) Director initially. The number of Directors may be increased or diminished from time to time by amendment of the Bylaws but shall never be less than one (1). The name and address of the initial Director of this Corporation is:

BRIAN L. TANNEBAUM, 200 South Biscayne Boulevard, Suite 3420, Miami, Florida 33131.

ARTICLE VII

INCORPORATOR

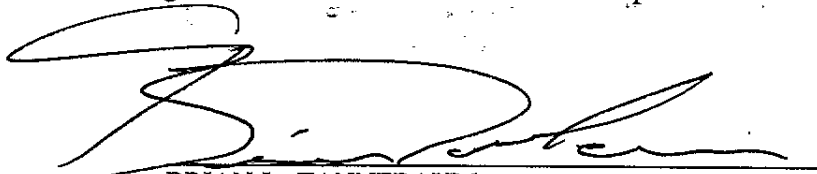
The name and address of the person signing these Articles of Incorporation as Incorporator is Brian L. Tannebaum, 200 South Biscayne Boulevard, Suite 3420, Miami, Florida 33131.

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify any Incorporator, Officer or Director, or any former Officer or Director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 5th day of March, 1998.



BRIAN L. TANNEBAUM

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in Article V of these Articles of Incorporation, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the complete discharge of his duties.

DATED this 5th day of March, 1998.

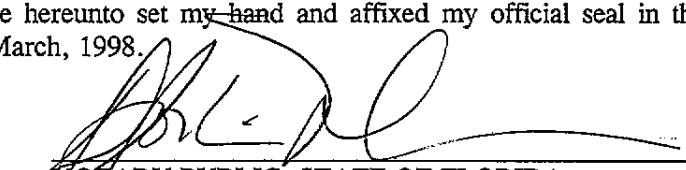

BRIAN L. TANNEBAUM

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DIVISION OF CORPORATIONS
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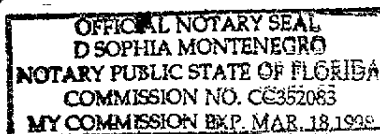
STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Brian L. Tannebaum, known to me and known to be the person who, as Incorporator, executed the foregoing Articles of Incorporation of Brian L. Tannebaum, P.A., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 5th day of March, 1998.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



STATE OF FLORIDA :
: SS.
COUNTY OF MIAMI-DADE :

BEFORE ME, a Notary Public authorized in County and State set forth above, personally appeared Brian L. Tannebaum, known to me and known to be the person who, as Registered Agent, executed the foregoing Articles of Incorporation of Brian L. Tannebaum, P.A., and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the County and State aforesaid, this 5th day of March, 1998.


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

